

Hearing Date and Time: November 30, 2006 at 10:00 am
Response Date and Time: November 24, 2006 at 4:00 p.m.

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re)	
)	Chapter 11
DELPHI CORPORATION, et al.,)	
)	Case Nos. 05-44481 (RDD)
Debtors.)	
)	Jointly Administered
)	

**RESPONSE OF TELEFLEX INCORPORATED, d/b/a TELEFLEX MORSE TO
DEBTORS' THIRD OMNIBUS OBJECTION TO CLAIMS**

Teleflex Incorporated, d/b/a Teleflex Morse ("Teleflex"), by and through its undersigned counsel, responds to the Debtors' Third Omnibus Objection (Substantive) to Claims (the "Objection"), as follows:

1. The Debtors commenced these Chapter 11 cases on October 8, 2005 (the "Petition Date").
2. As of the Petition Date, the Debtors were indebted to Teleflex for goods sold and delivered by Teleflex to the Debtors in the total sum of \$59,962.24.
3. On October 10, 2005, Teleflex delivered written demand upon the Debtors seeking the return of all goods sold by Teleflex on credit to the Debtors and received by the Debtors within ten (10) days prior to the Petition Date (the "Reclamation Claim"). A copy of the

Reclamation Claim is attached hereto as Exhibit A. The value of the goods subject to the Reclamation Claim is \$27,431.68.

4. On or about January 30, 2006, Teleflex filed a timely proof of claim herein, designated as Claim No. 1703, asserting a claim against the Debtors in the total amount of \$59,962.24 (the "Total Claim"). Attached to Claim No. 1703 were copies of the unpaid invoices totaling \$59,962.24 that evidence the amount owed by the Debtors.

5. Of the Total Claim, the sum of \$27,431.68 is a secured claim, and the balance of \$32,530.56 is a general unsecured claim.

6. In the Objection, the Debtors seek to reduce the Total Claim to \$9,604.54 and to reclassify all of it as a general unsecured claim. The ground asserted for the Objection "Claims Subject to Modification."

7. The Objection should be denied, and Claim No. 1703 should be allowed in the total amount of \$59,962.24, as evidenced by the invoices attached to the proof of claim.

8. In addition, the sum of \$27,431.68 should be allowed as a secured claim by operation of state law vendor's lien and/or reclamation rights. Alternatively, Teleflex asserts administrative priority for its Reclamation Claim in accordance with section 546(c)(2)(A) of the Bankruptcy Code.

9. Any reply by the Debtors to this Response should be delivered to the undersigned counsel for Teleflex. The following person has ultimate authority to reconcile, settle or otherwise resolve Claim No. 1703 on behalf of Teleflex:

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WHEREFORE, Teleflex Incorporated, d/b/a Teleflex Morse, respectfully requests that the Court overrule the Objection and enter its order allowing Claim No. 1703 as a secured claim in the amount of \$27,431.68 and a general unsecured claim in the amount of \$32,530.56, and granting all other proper relief.

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/s/ Linda J. Casey

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